

**ARTICLES OF INCORPORATION
OF
TONKA NORDIC RACING BOOSTER CLUB**

The undersigned, being of full age, for the purposes of forming a nonprofit corporation under and pursuant to Chapter 317A of the Minnesota Statutes, as amended, hereby adopts the following Articles of Incorporation:

ARTICLE 1 - NAME

- 1.1) The name of the corporation shall be Tonka Nordic Racing Booster Club.
- 1.2) The registered office of the corporation is located at 221 Piedmont Court, Chanhassen, MN 55317.

ARTICLE 2 - PURPOSES

- 2.1) This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including the purposes of promoting youth sports.
- 2.2) In support of such purposes, the main activities of the Corporation shall include:
 - (a) To pursue its purposes and conduct and carry on any and all lawful business or activities in connection therewith or incidental thereto, or any part thereof, in the State of Minnesota, or in any other state, territory or possession of the United States; including:
 - 1. To promote Nordic Skiing in the Minnetonka School District and community
 - 2. To encourage highest standards of behavior, fair play, and sportsmanship for all involved in Minnetonka Nordic skiing, and
 - 3. To raise funds by donations and selected activities and to disperse such funds to further promote and enhance Nordic skiing opportunities for students at Minnetonka High School.
 - (b) To do any and all other acts and things and to exercise any and all other rights and powers which may be necessary, advisable, desirable, suitable, useful or expedient in connection with, or incidental to the accomplishment of any of the foregoing purposes, to the full extent permitted by the laws of the State of Minnesota.

ARTICLE 3 – EXEMPTION REQUIREMENTS

3.1) At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

(a) The Corporation shall not afford pecuniary gain, incidentally or otherwise to its members, if it has any. No part of the net earnings of this Corporation shall inure to the benefit of any member, if any or director of the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article 2 above.

(b) No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code.

ARTICLE 4 - DURATION

4.1) The duration of the corporate existence shall be perpetual.

ARTICLE 5 - INCORPORATOR

5.1) The name and mailing address of the incorporator is Kristine Severson-Green, 221 Piedmont Court, Chanhassen, MN 55317.

ARTICLE 6 - DIRECTORS

6.1) The management of the Corporation shall be vested in a Board of Directors. The number of directors shall be fixed by the Bylaws of the Corporation, and may be altered by amending the Bylaws, but shall never be less than required by law.

ARTICLE 7 - MEMBERSHIP

7.1) The Corporation shall have no members.

ARTICLE 8 - DISTRIBUTION ON LIQUIDATION OR DISSOLUTION

8.1) In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, the remaining property and assets of the Corporation shall be distributed in such manner as the Board of Directors of the Corporation shall by majority vote determine. The distribution shall be made either exclusively for the purposes for which the Corporation is formed or consistent with such purposes, and shall be made to such organization or organizations organized and operated for such purposes as shall at such time qualify as exempt under section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 9 - LIMITATION OF DIRECTOR LIABILITY

9.1) To the fullest extent permitted by Chapter 317A, Minnesota Statutes, as the same exists or may hereafter be amended, a director of this Corporation shall not be personally liable to the Corporation or its members for expenses or liabilities for breach of fiduciary duty as a director.

ARTICLE 10 - AMENDMENT OF ARTICLES

10.1) These Articles may be amended in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand this 25th day of September, 2015.


Kristine J. Severson-Green
Kristine J. Severson-Green, Incorporator